



ENTERED

TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed July 23, 2009

Barbara J. House
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: § **CASE NO. 08-36705**
SUPERIOR AIR PARTS, INC. § **CHAPTER 11**
DEBTOR, §
§

**ORDER APPROVING DEBTOR'S THIRD AMENDED DISCLOSURE
STATEMENT AND SETTING DEADLINES (DOCKET NO. 321)**

Came on to be considered the adequacy of the Third Amended Disclosure Statement dated July 23, 2009 filed by Debtor, Superior Air Parts, Inc. and the Official Committee of Unsecured Creditors ("Disclosure Statement"), under §1125 of the Bankruptcy Code for solicitation of acceptance of the Third Amended Plan of Reorganization dated July 23, 2009 ("Plan"). The Court, having considered the Disclosure Statement, and any objections to the Disclosure Statement timely filed with the Court, and the arguments of counsel, if any, finds: (a) notice of the hearing to consider the adequacy of the Disclosure Statement was adequate and appropriate with respect to all affected parties, (b) objections, if any, to

the Disclosure Statement have either been resolved by amendment or are overruled, and (c) the legal and factual bases presented at the hearing establish just cause for the relief granted herein;

IT IS HEREBY ORDERED, AND NOTICE IS HEREBY GIVEN, THAT:

1. The Disclosure Statement contains adequate information within the meaning of 11 U.S.C. § 1125 and is hereby approved in all respects.

2. The hearing ("Confirmation Hearing") to consider confirmation of the Plan shall commence on August 26, 2009 at 1:15 p.m., Central Standard Time, in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division, 1100 Commerce Street, Dallas, TX 75242-1496, before the Honorable Barbara J. Houser. The Confirmation Hearing may be continued from time to time without further notice except as announced in open Court.

3. Pursuant to Bankruptcy Rule 3020(b)(1), August 20, 2009 at 5:00 p.m., Central Standard Time, is fixed as the last day and time for filing and serving written objections to confirmation of the Plan (including any supporting memoranda). Objections to confirmation of the Plan must be filed with the Clerk of the Bankruptcy Court in Dallas, Texas by that date, and must be served on the parties required by Bankruptcy Rule 2002 and the following parties at the following addresses so as to be actually received by that date and time:

Counsel for the Debtor: Stephen A. Roberts, Strasburger & Price, LLP, 600 Congress Ave., Suite 1600, Austin, Texas 78701, Tel: (512) 499-3600, Fax: (512) 499-3660, email: stephen.roberts@strasburger.com;

Counsel for the Official Committee of Unsecured Creditors: Dave Parham, Baker & McKenzie LLP, 2001 Ross Ave., Suite 2300, Dallas, Texas 75201, Tel: (214) 978 3000, Fax: (214) 978-3099, email: david.w.parham@bakernet.com;

Counsel for TAG: Chester B. Salomon, Becker, Glynn, Melamed & Muffly LLP, 299 Park Avenue, New York, New York 10171, Tel: (212) 888-3033, Fax: (212) 888-0255, email: CSalomon@beckerglynn.com;

Counsel for Brantly: Mr. Matthew S. Okin, Okin, Adams & Kilmer LLP, 1113 Vine Street, Suite 201, Houston, TX 77002, Tel: (713) 228-4101, Fax: (888) 865-2118, email: mokin@oakllp.com; and

United States Trustee: Mary Frances Durham, U.S. Department of Justice Office of the United States Trustee, 1100 Commerce Street, Room 976, Dallas, TX 75242, email: maryfrances.durham@usdoj.gov.

ANY OBJECTIONS NOT FILED AND SERVED AS SET FORTH ABOVE SHALL BE DEEMED WAIVED.

The last day and time for the receipt of ballots accepting or rejecting the Plan shall be August 20, 2009 at 5:00 p.m. Central Standard Time (the "Voting Deadline"). In order for a ballot to be counted, it must be received at the address indicated in the ballot instructions prior to the Voting Deadline.

End of Order

Submitted and prepared by:

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